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*NOT ADMITTED TO THE NEW YORK BAR

11/21/2011

November 17, 2011

By Hand Delivery

MEMO ENDORSED

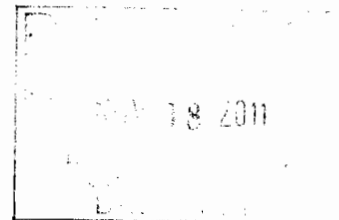
Hon. Denise L. Cote
United States District Judge
United States Courthouse
500 Pearl Street, Courtroom 11B
New York, NY 10007-1312

*In re Application of the Cromwell Group, Inc., et al., 10 Civ. 167(DLC)
related to U.S. v. Am Soc'y of Composers, Authors and Publishers, 41 Civ. 1395 (DLC)*

Dear Judge Cote:

We represent the American Society of Composers, Authors and Publishers ("ASCAP") in the above-referenced rate court proceeding. We write on behalf of ASCAP and for Mr. Rich and the Radio Music License Committee to inform the Court that the parties have reached a settlement in principle in this matter with respect to the license fees and terms for the period January 1, 2010 through December 31, 2016.

The parties have begun drafting the necessary blanket and per-program licenses and ancillary documents to implement the settlement in principle. Given the drafting complexities for licenses that will cover thousands of radio stations for a seven-year period, the parties request that all deadlines in this matter be adjourned for 45 days to allow sufficient time to finalize the necessary agreements and submit a proposed final order.



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The parties anticipate that, once the necessary blanket and per-program license agreements have been finalized, the parties will notify each of the applicants and bound stations in this matter as to its proposed resolution and provide them with notice of the date and time of the hearing at which the proposed final order will be considered by the Court. The parties anticipate being in touch with chambers to schedule the hearing in the next week or so, with the expectation that it will be sometime in mid-December, if the Court's calendar permits.

Respectfully submitted,

Jay Cohen

cc: All counsel (via email)

*The deadlines are a guaranteed
sine die. A hearing will
be held November 15, 2011
at 2⁰⁰ pm.*

Quinn G. B.
November 21, 2011